

Michael R. Rochelle
State Bar No.17126700
Chris B. Harper
State Bar No. 09025500
Eric M. Van Horn
State Bar No. 24051465
ROCHELLE McCULLOUGH LLP
325 N. St. Paul, Suite 4500
Dallas, Texas 75201
P: (214) 953-0182
F: (214) 953-0185

PROPOSED ATTORNEYS FOR DEBTORS
AND DEBTORS-IN-POSSESSION

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE:	§	
	§	
REDWINE RESOURCES, INC.	§	CASE NO. 10-34041
BADGER DRILLING COMPANY, LLC	§	CASE NO. 10-34046
WHITE OAKS RESOURCES, LLC	§	CASE NO. 10-34054
REDWINE OIL AND GAS PROPERTIES, LLC	§	CASE NO. 10-34052
REDWINE ROCKIES, LLC	§	CASE NO. 10-34053
REDWINE OIL AND GAS, LLC	§	CASE NO. 10-34050
REDWINE AVIATION, INC.	§	CASE NO. 10-34047
REDWINE KINTA RANCH, LLC	§	CASE NO. 10-34051
	§	
DEBTORS	§	CHAPTER 11
	§	
	§	JOINT ADMINISTRATION
	§	REQUESTED

**DEBTORS' MOTION FOR EXPEDITED HEARING ON
MOTION FOR AUTHORIZATION OF:(I) BID PROCEDURES FOR SALE OF PRIMARY
ASSETS, KINTA RANCH PROPERTY AND RESIDUAL ASSETS; (II) SCHEDULING
HEARING TO CONSIDER SALE (III) FORM OF NOTICES; (IV) PROCEDURES RELATING
TO ASSUMPTION/ASSIGNMENT AND/OR TRANSFER BY AGREEMENT OF CERTAIN
CONTRACTS; (V) BID PROTECTIONS; AND (VI) FOR OTHER RELIEF**

TO THE HONORABLE UNITED STATES BANKRUPTCY JUDGE:

The above-styled Debtors (collectively, the "Debtors") seek expedited consideration the ("Motion to Expedite") of their motion for approval of (I) Bid Procedures for Sale of Primary Assets, Kinta Ranch Property and Residual Assets; (II) Scheduling Hearing to Consider Sale; (III)

Form of Notices; (IV) Procedures Relating to Assumption/Assignment and/or Transfer by Agreement of Certain Contracts; (V) Bid Protections; and (VI) For Other Relief. In support of the Motion, the Debtors respectfully state as follows:

I. JURISDICTION AND VENUE

1. This Court (the "Bankruptcy Court") has jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157(a) and 1334.

2. The Motion constitutes a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before the Bankruptcy Court pursuant to 28 U.S.C. §§ 1408 and 1409.

II. FACTUAL BACKGROUND

3. On June 4, 2010 (the "Petition Date"), the Debtors filed their respective voluntary petitions for relief under Chapter 11 of the Bankruptcy Code, thereby initiating the above-referenced cases with the Bankruptcy Court (collectively, the "Bankruptcy Cases").

4. No Committee of Unsecured Creditors has been appointed in these cases.

III. SUMMARY OF RELIEF REQUESTED

5. The Debtors request expedited consideration of their motion for approval of (I) Bid Procedures for Sale of Primary Assets, Kinta Ranch Property and Residual Assets; (II) Scheduling Hearing to Consider Sale; (III) Form of Notices; (IV) Procedures Relating to Assumption/Assignment and/or Transfer by Agreement of Certain Contracts; (V) Bid Protections; and (VI) For Other Relief (the "Bid Procedures Motion") filed in these cases.¹

6. The Debtors seek expedited consideration of the Bid Procedures Motion in order to quickly start the auction and sale process and close a sale as soon as possible for the highest and best price.

7. The current market for producing natural gas assets is very limited. The reasons

¹ The Bid Procedures Motion will be filed immediately after the bid procedures are finalized.

for the limited interest are several including the current oversupply of natural gas in the U.S. market, the depressed demand for natural gas by industrial users, and the abundance of natural gas exploration and production prospects in the various producing regions of the U.S. As a result of the limited interest in the Debtors' assets, a negotiated sale of the Primary Assets and the Kinta Ranch Property to the current Stalking Horse bidder, or any other Successful Bidder (as defined in the Bid Procedures Motion), is in the best interest of the Debtors, their secured lender, the other creditors, and the equity holder.

7. Therefore, the Debtors desire to close the sale as quickly as possible for the highest and best price and to facilitate a competitive bidding process. In order to do so, the Debtors need the Bid Procedures Motion heard on an expedited basis so that the bid procedures can be established quickly for other prospective buyers to evaluate and decide whether to conduct due diligence and/or submit a bid.

IV. PRAYER

WHEREFORE, the Debtors request the Court to consider the Bid Procedures Motion on an expedited basis, on June 14th, June 16th, or June 18th, 2010; and grant such other and further relief as is just.

DATED: June 7, 2010.

Respectfully submitted,

REDWINE RESOURCES, INC., et al., Debtors

/s/ Eric M. Van Horn

Michael R. Rochelle
State Bar No.17126700
Chris B. Harper
State Bar No. 09025500
Eric M. Van Horn
State Bar No. 24051465
ROCHELLE McCULLOUGH LLP

325 N. St. Paul, Suite 4500 | Dallas, Texas 75201
P: (214) 953-0182 | F: (214) 953-0185

**PROPOSED ATTORNEYS FOR DEBTORS
AND DEBTORS-IN-POSSESSION**